

EXHIBIT A

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF LOUISIANA
MONROE DIVISION**

BENJAMIN CRAIG, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

CENTURYLINK, INC., GLEN F. POST, III
and R. STEWART EWING JR.,

Defendants.

No. 3:17-CV-01005-SMH-JPM

DON J. SCOTT, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

CENTURYLINK, INC., GLEN F. POST, III,
R. STEWART EWING, JR. and DAVID D.
COLE,

Defendants.

No. 3:17-cv-01033-SMH-JPM

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**DECLARATION OF BRIAN DE HAAN IN SUPPORT OF THE MOTION OF THE
STATE OF OREGON BY AND THROUGH THE OREGON STATE TREASURER AND
THE OREGON PUBLIC EMPLOYEE RETIREMENT BOARD, ON BEHALF OF THE
OREGON PUBLIC EMPLOYEE RETIREMENT FUND, FOR APPOINTMENT AS
LEAD PLAINTIFF, APPROVAL OF ITS SELECTION OF LEAD COUNSEL,
AND CONSOLIDATION OF RELATED ACTIONS**

AMARENDRA THUMMETI, Individually and
on Behalf of All Others Similarly Situated,

Plaintiff,

v.

CENTURYLINK, INC., GLEN F. POST III
and R. STEWART EWING, JR.,

Defendants.

No. 3:17-cv-1065-SMH-JPM

I, Brian de Haan, declare as follows:

1. I respectfully submit this Declaration in support of the Motion of the State of Oregon by and through the Oregon State Treasurer and the Oregon Public Employee Retirement Board, on behalf of the Oregon Public Retirement Fund (“Oregon”) for appointment as Lead Plaintiff and approval of its selection of Bernstein Litowitz Berger & Grossmann LLP (“Bernstein Litowitz”) and Stoll Berne to serve as Co-lead Counsel for the class in the securities class action concerning CenturyLink, Inc. (“CenturyLink”).

2. I serve as an Assistant Attorney General at the Oregon Department of Justice (“Department of Justice”), which serves as legal counsel to Oregon. I am authorized to make this Declaration on behalf of the Department of Justice and Oregon, and have personal knowledge about the information in this Declaration.

3. The Oregon Public Employees Retirement System (“Oregon PERS”), headquartered in Tigard, Oregon, is a retirement system governed by the retirement law of the State of Oregon. Oregon PERS was established in 1945 to provide retirement benefits to Oregon’s public employees: state, county, municipal, and local governmental entities as well as Oregon public school employees.

4. The assets used by Oregon PERS to pay retirement benefits are held and invested by the Oregon Public Employees Retirement Fund (the “Fund”). The Fund is managed by the Investment Division of the Oregon State Treasury under direction of the Oregon Treasurer and the Oregon Investment Council. The members of the Oregon Investment Council are appointed by the Governor, with the exception of the Oregon State Treasurer and the Director of Oregon PERS both of whom serve by virtue of their positions. As of June 30, 2017, the Oregon State Treasury managed over \$70 billion in assets held by the Fund.

5. In order to best protect its retirement assets, Oregon does not hesitate to exercise its statutorily-assigned right to seek Lead Plaintiff appointment in meritorious securities class actions with the goal of maximizing recoveries for itself and other injured class members. Oregon's commitment to actively prosecuting securities fraud lawsuits is driven, in part, by its obligation to protect its members' financial security by ensuring the continued stability of the Fund. Oregon and the Department of Justice are committed to ensuring the Fund's ongoing stability by holding defendants engaging in securities fraud accountable for their misconduct. Oregon is committed to protecting the retirement assets invested for the benefit of its police officers, school teachers, firefighters and other personnel, as well as the investments of the public at large. Accordingly, Oregon will continue to aggressively pursue corporate misconduct that impacts the Fund through litigation. As a result of its hard work and devoted efforts, Oregon has secured numerous excellent recoveries in its representation of investors in other cases.

6. For example, Oregon successfully prosecuted *In re Bank of New York Mellon Corp. Forex Transactions Litigation*, No. 12-md-2335 (S.D.N.Y.) as the sole Lead Plaintiff, and achieved a recovery of \$180 million for the class. Oregon also served as co-Lead Plaintiff in *In re JPMorgan Chase & Co. Securities Litigation*, No. 12-cv-3852 (S.D.N.Y.), recovering \$150 million for investors. Oregon's experience in prior litigation and the active involvement of the Department of Justice, including my personal involvement in all ongoing securities class action lawsuits, enhances recoveries obtained for investors. Indeed, it is these very qualities that make Oregon an excellent and worthy Lead Plaintiff.

7. Oregon and the Department of Justice employ a systematic and deliberative process when deciding whether to seek appointment as Lead Plaintiff and selecting counsel to represent it in a particular action. Specifically, before deciding to pursue any securities class action matter,

the Department of Justice determines whether doing so is appropriate and in the best interests of Oregon and Oregon PERS, and whether Oregon's involvement would have a positive impact on the ultimate resolution of the particular case. The Department of Justice then develops a recommendation to the Attorney General and the State Treasurer, who are directly involved in the determination to seek a leadership role in any securities class action. The Department of Justice followed that process in this case.

8. Oregon and the Department of Justice also understand and appreciate that the Lead Plaintiff's role under the Private Securities Litigation Reform Act of 1995 ("PSLRA") is to select and retain Lead Counsel and to supervise the prosecution of the action. Indeed, Oregon and the Department of Justice take very seriously their obligation to ensure that the Lead Counsel selected has experience in litigating complex securities class actions efficiently and effectively, and will operate pursuant to the Lead Plaintiff's direction and authority. One of the factors motivating Oregon to seek appointment as Lead Plaintiff in this action is to ensure, through supervision of its chosen counsel, that the action is prosecuted for the benefit of the class in an efficient and cost-effective manner.

9. Once the Treasurer and Attorney General decided to seek appointment as Lead Plaintiff, the Department of Justice undertook its standard process to select and retain counsel to represent Oregon and the class in this action. Through that process, the Department of Justice selected Bernstein Litowitz and Stoll Berne to represent Oregon and the class in this action, and selected Nelson, Zentner, Sartor & Snellings, LLC to serve as local counsel. Based on Oregon's and the Department of Justice's prior experience working with Bernstein Litowitz and Stoll Berne—including in both the *JPMorgan* and the *Bank of New York Mellon* matters discussed above—Oregon and the Department of Justice are confident that Bernstein Litowitz and Stoll

Berne will vigorously prosecute the action in a cost-effective manner and in the best interests of all members of the proposed class.

10. Through Oregon's experience representing investors in prior securities class actions, Oregon and the Department of Justice have developed the necessary methods and practices to effectively oversee the work of lead counsel, and to ensure that each case is prosecuted vigorously, efficiently, and in a cost-effective manner. It is the policy of the Department of Justice to aggressively pursue meritorious claims, and the Department of Justice has an entire section of attorneys devoted to civil enforcement.

11. As part of my responsibilities as an Assistant Attorney General, I personally oversee all outside counsel retained by Oregon to handle securities litigation. I am involved in the prosecution from the outset and monitor the work of all outside counsel. I also participate in discussions with counsel regarding litigation strategy and significant developments in the litigation. In turn, I report to the Chief Counsel of the Department of Justice's Civil Enforcement Division, Lisa Udland, and she regularly briefs the Attorney General on the status of all securities litigation. I review and edit pleadings, attend hearings, and participate at mediation. Indeed, I reviewed the complaint originally filed in the case, as well as the submissions that Oregon filed in this case, have communicated on a regular basis with Oregon's selected counsel with regard to the process of this litigation, as well as with the Oregon Attorney General and the Treasurer of the State of Oregon. Prior to joining Department of Justice I handled securities litigation cases as an attorney with Allen & Overy LLP.

12. In addition to the oversight of the Department of Justice, the Treasurer has staff responsible for overseeing the prosecution of actions in which Oregon is serving as Lead Plaintiff, including assisting the Department of Justice in supervising counsel. In each case in which it

serves as Lead Plaintiff, Oregon is committed to devoting the necessary resources, personnel, and attention in order to maximize the recovery for the benefit of Oregon PERS and all class members.

13. Should Oregon be appointed Lead Plaintiff in this action, Oregon and the Department of Justice will devote these same resources, personnel, and attention in order to obtain the maximum benefit for the class. We proudly recovered over \$330 million for investors in securities class actions in which Oregon has served as Lead Plaintiff and will seek to achieve the best possible result for the class in this case.

[REMAINDER INTENTIONALLY BLANK]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

Executed this 11th day of September, 2017

A handwritten signature in dark ink, consisting of a stylized 'B' and 'd' followed by a horizontal line.

Brian de Haan
Assistant Attorney General